

Edgar Filing: New Oriental Education & Technology Group Inc. - Form SC 13G

New Oriental Education & Technology Group Inc.  
Form SC 13G  
February 06, 2007

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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

Schedule 13G  
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES  
13d-1 (b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2 (b)  
(Amendment No. \_\_\_\_\_) \*

NEW ORIENTAL EDUCATION & TECHNOLOGY GROUP INC.

-----  
(Name of Issuer)

Common Shares

-----  
(Title of Class of Securities)

647581107

-----  
(CUSIP Number)

December 31, 2006

-----  
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following pages)

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tiger Global Private Investment Partners II, L.P. ("Tiger PIP II")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Cayman Islands

NUMBER OF 5 SOLE VOTING POWER  
SHARES 21,008,033 shares, except that Tiger Global PIP  
BENEFICIALLY Performance II, L.L.C. ("Tiger Performance II"),  
OWNED BY EACH the general partner of Tiger PIP II, may be  
REPORTING deemed to have sole voting power with respect to  
such shares, and Charles P. Coleman III  
("Coleman"), the managing member of Tiger  
Performance II, may be deemed to have sole voting  
power with respect to such shares.

PERSON

WITH

6 SHARED VOTING POWER  
See response to row 5.

7 SOLE DISPOSITIVE POWER  
21,008,033 shares, except that Tiger Performance  
II, the general partner of Tiger PIP II, may be  
deemed to have sole dispositive power with  
respect to such shares, and Coleman, the managing  
member of Tiger Performance II, may be deemed to  
have sole dispositive power with respect to such  
shares.

8 SHARED DISPOSITIVE POWER  
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
REPORTING PERSON 21,008,033

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
14.4%

12 TYPE OF REPORTING PERSON\*

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PN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tiger Global PIP Performance II, L.L.C. ("Tiger Performance II")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF 5 SOLE VOTING POWER  
SHARES 21,008,033 shares, all of which are directly owned  
BENEFICIALLY by Tiger PIP II. Tiger Performance II is the  
OWNED BY EACH general partner of Tiger PIP II and may be deemed  
REPORTING to have sole voting power with respect to such  
shares, and Coleman, the managing member of Tiger  
Performance II, may be deemed to have sole voting  
power with respect to such shares.

PERSON 6 SHARED VOTING POWER  
WITH See response to row 5.

7 SOLE DISPOSITIVE POWER  
21,008,033 shares, all of which are directly owned  
by Tiger PIP II. Tiger Performance II is the  
general partner of Tiger PIP II and may be deemed  
to have sole dispositive power with respect to such  
shares, and Coleman, the managing member of Tiger  
Performance II, may be deemed to have sole  
dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER  
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
REPORTING PERSON 21,008,033

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES\* [ ]



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to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER  
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 31,466

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.0%

12 TYPE OF REPORTING PERSON\* PN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tiger Global, L.P. ("Tiger Global")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

5 SOLE VOTING POWER  
52,720 shares (represented by 13,180 American Depositary Shares, which may be exchanged into common shares), except that each of Tiger Global Performance, the general partner of Tiger Global, and Tiger Management, the investment manager of Tiger Global, may be deemed to have sole voting power with respect to such shares, and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole voting power with respect to such shares.

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WITH

6 SHARED VOTING POWER  
See response to row 5.

7 SOLE DISPOSITIVE POWER  
52,720 shares (represented by 13,180 American  
Depositary Shares, which may be exchanged into  
common shares), except that each of Tiger Global  
Performance, the general partner of Tiger Global,  
and Tiger Management, the investment manager of  
Tiger Global, may be deemed to have sole  
dispositive power with respect to such shares, and  
Coleman, the managing member of each of Tiger  
Global Performance and Tiger Management, may be  
deemed to have sole dispositive power with respect  
to such shares.

8 SHARED DISPOSITIVE POWER  
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH  
REPORTING PERSON 52,720

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9)  
EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
0.0%

12 TYPE OF REPORTING PERSON\*  
PN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tiger Global Performance, L.L.C. ("Tiger Global Performance")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

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Delaware

<p>NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH</p>	<p>5</p>	<p>SOLE VOTING POWER 84,186 shares, of which 31,466 (including 1,160 represented by 290 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II and 52,720 (represented by 13,180 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global. Tiger Global Performance is the general partner of each of Tiger Global II and Tiger Global and may be deemed to have sole voting power with respect to such shares, Tiger Management is the investment manager of each of Tiger Global II and Tiger Global and may be deemed to have sole voting power with respect to such shares and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole voting power with respect to such shares.</p>
	<p>6</p>	<p>SHARED VOTING POWER See response to row 5.</p>
	<p>7</p>	<p>SOLE DISPOSITIVE POWER 84,186 shares, of which 31,466 (including 1,160 represented by 290 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II and 52,720 (represented by 13,180 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global. Tiger Global Performance is the general partner of each of Tiger Global II and Tiger Global and may be deemed to have sole dispositive power with respect to such shares, Tiger Management is the investment manager of each of Tiger Global II and Tiger Global and may be deemed to have sole dispositive power with respect to such shares and Coleman, the managing member of each of Tiger Global Performance and Tiger Management, may be deemed to have sole dispositive power with respect to such shares.</p>
	<p>8</p>	<p>SHARED DISPOSITIVE POWER See response to row 7.</p>
<p>9</p>	<p>AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON</p>	<p>84,186</p>
<p>10</p>	<p>CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*</p>	<p>[ ]</p>
<p>11</p>	<p>PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9</p>	

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0.1%

12 TYPE OF REPORTING PERSON\*

OO

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Tiger Global, Ltd. ("Tiger Ltd.")

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ] (b) [X]

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
Cayman Islands

NUMBER OF 5 SOLE VOTING POWER  
SHARES 26,120 shares (represented by 6,530 American  
BENEFICIALLY Depository Shares, which may be exchanged into  
OWNED BY EACH common shares), except that Tiger Management, the  
REPORTING investment manager of Tiger Ltd., may be deemed to  
PERSON have sole voting power with respect to such shares,  
and Coleman, director of Tiger Ltd. and the  
managing member of Tiger Management, may be deemed  
to have sole voting power with respect to such  
shares.

WITH 6 SHARED VOTING POWER  
See response to row 5.

7 SOLE DISPOSITIVE POWER  
26,120 shares (represented by 6,530 American  
Depository Shares, which may be exchanged into  
common shares), except that Tiger Management, the  
investment manager of Tiger Ltd., may be deemed to  
have sole dispositive power with respect to such  
shares, and Coleman, director of Tiger Ltd. and the  
managing member of Tiger Management, may be deemed  
to have sole dispositive power with respect to such  
shares.

8 SHARED DISPOSITIVE POWER  
See response to row 7.





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Global, may be deemed to have sole voting power with respect to such shares directly owned by such entities.

6 SHARED VOTING POWER  
See response to row 5.

7 SOLE DISPOSITIVE POWER  
110,306 shares, of which 31,466 (including 1,160 represented by 290 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II, 52,720 (represented by 13,180 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global and 26,120 (represented by 6,530 American Depositary Shares, which may be exchanged into common shares), are directly owned by Tiger Ltd. Tiger Management is the investment manager of each of Tiger Global II, Tiger Global and Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares, and Coleman, the managing member of Tiger Management and director of Tiger Ltd., may be deemed to have sole dispositive power with respect to such shares; Tiger Global Performance, the general partner of each of Tiger Global II and Tiger Global, may be deemed to have sole dispositive power with respect to such shares directly owned by such entities.

8 SHARED DISPOSITIVE POWER  
See response to row 7.

9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	110,306
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*	[ ]
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	0.1%
12	TYPE OF REPORTING PERSON*	OO

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1 NAME OF REPORTING PERSON  
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)  
Charles P. Coleman III ("Coleman")

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) [ ] (b) [X]

---

3 SEC USE ONLY

---

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
U.S. Citizen

---

5 NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH SOLE VOTING POWER  
21,118,339 shares, of which 21,008,033 are directly owned by Tiger PIP II, 31,466 (including 1,160 represented by 290 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II, 52,720 (represented by 13,180 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global and 26,120 (represented by 6,530 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Ltd. Coleman is the managing member of each of Tiger Performance II (the general partner of Tiger PIP II), Tiger Global Performance (the general partner of each of Tiger Global II and Tiger Global) and Tiger Management (the investment manager of each of Tiger Global II, Tiger Global and Tiger Ltd.) and director of Tiger Ltd. and may be deemed to have sole voting power with respect to such shares.

---

6 SHARED VOTING POWER  
See response to row 5.

---

7 SOLE DISPOSITIVE POWER  
21,118,339 shares, of which 21,008,033 are directly owned by Tiger PIP II, 31,466 (including 1,160 represented by 290 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global II, 52,720 (represented by 13,180 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Global and 26,120 (represented by 6,530 American Depositary Shares, which may be exchanged into common shares) are directly owned by Tiger Ltd. Coleman is the managing member of each of Tiger Performance II (the general partner of Tiger PIP II), Tiger Global Performance (the general partner of each of Tiger Global II and Tiger Global) and Tiger Management (the investment manager of each of Tiger Global II, Tiger Global and Tiger Ltd.) and

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director of Tiger Ltd. and may be deemed to have sole dispositive power with respect to such shares.

8 SHARED DISPOSITIVE POWER  
See response to row 7.

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 21,118,339

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\* [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 14.5%

12 TYPE OF REPORTING PERSON\* IN

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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ITEM 1(A). NAME OF ISSUER

New Oriental Education & Technology Group Inc.

ITEM 1(B). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES

No. 6 Hai Dian Zhong Street, 9th Floor  
Haidian District, Beijing 100080  
People's Republic of China

ITEM 2(A). NAME OF PERSONS FILING

This Statement is filed by Tiger Global Private Investment Partners II, L.P., a Cayman Islands limited partnership ("Tiger PIP II"), Tiger Global PIP Performance II, L.L.C., a Delaware limited liability company ("Tiger Performance II"), Tiger Global II, L.P., a Delaware limited partnership ("Tiger Global II"), Tiger Global, L.P., a Delaware limited partnership ("Tiger Global"), Tiger Global Performance, L.L.C., a Delaware limited liability company ("Tiger Global Performance"), Tiger Global, Ltd., a Cayman Islands exempted company ("Tiger Ltd."), Tiger Global Management, L.L.C., a Delaware limited liability company ("Tiger Management"), and Charles P. Coleman III ("Coleman"). The foregoing entities and individual are collectively referred to as the "Reporting Persons."

Tiger Performance II, the general partner of Tiger PIP II, may be deemed to have sole power to vote and sole power to dispose of

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shares of the issuer directly owned by Tiger PIP II. Tiger Global Performance, the general partner of Tiger Global II and Tiger Global, may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger Global II and Tiger Global. Tiger Management, the investment manager of Tiger Global II, Tiger Global and Tiger Ltd., may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger Global II, Tiger Global and Tiger Ltd. Coleman is the managing member of Tiger Performance II, Tiger Global Performance and Tiger Management and director of Tiger Ltd. and may be deemed to have sole power to vote and sole power to dispose of shares of the issuer directly owned by Tiger PIP II, Tiger Global II, Tiger Global and Tiger Ltd.

ITEM 2(B). ADDRESS OF PRINCIPAL BUSINESS OFFICE  
-----

The address for each of the Reporting Persons is:

Tiger Global Management, L.L.C.  
101 Park Avenue, 48th Floor  
New York, NY 10178 USA

ITEM 2(C) CITIZENSHIP  
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Tiger PIP II is a Cayman Islands limited partnership. Tiger Global II and Tiger Global are Delaware limited partnerships. Tiger Performance II, Tiger Global Performance and Tiger Management are Delaware limited liability companies. Tiger Ltd. is a Cayman Islands exempted company. Coleman is a United States citizen.

ITEM 2(D) AND (E). TITLE OF CLASS OF SECURITIES AND CUSIP NUMBER  
-----

Common Shares  
CUSIP # 647581107

CUSIP NO. 647581107

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ITEM 3. Not Applicable.  
-----

ITEM 4. OWNERSHIP  
-----

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

See Row 9 of cover page for each Reporting Person.

(b) Percent of Class:

See Row 11 of cover page for each Reporting Person.

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote:

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See Row 5 of cover page for each Reporting Person.

(ii) Shared power to vote or to direct the vote:

See Row 6 of cover page for each Reporting Person.

(iii) Sole power to dispose or to direct the disposition of:

See Row 7 of cover page for each Reporting Person.

(iv) Shared power to dispose or to direct the disposition of:

See Row 8 of cover page for each Reporting Person.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS  
-----

Not applicable.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.  
-----

Under certain circumstances set forth in the limited partnership agreements of Tiger PIP II, Tiger Global II and Tiger Global, the general and limited partners of each of such entities may be deemed to have the right to receive dividends from, or the proceeds from, the sale of shares of the issuer owned by each such entity of which they are a partner.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED  
-----  
THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY  
-----

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.  
-----

Not applicable.

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ITEM 9. NOTICE OF DISSOLUTION OF GROUP.  
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Not applicable.

ITEM 10. CERTIFICATION.  
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Not applicable.

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SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 6, 2007

Tiger Global Private Investment Partners II, L.P.  
By Tiger Global PIP Performance II, L.L.C.  
Its General Partner

/s/ Charles P. Coleman III  
-----  
Signature

Charles P. Coleman III  
Managing Member

Tiger Global PIP Performance II, L.L.C.

/s/ Charles P. Coleman III  
-----  
Signature

Charles P. Coleman III  
Managing Member

Tiger Global II, L.P.  
By Tiger Global Performance, L.L.C.  
Its General Partner

/s/ Charles P. Coleman III  
-----  
Signature

Charles P. Coleman III  
Managing Member

Tiger Global, L.P.  
By Tiger Global Performance, L.L.C.  
Its General Partner

/s/ Charles P. Coleman III  
-----  
Signature

Charles P. Coleman III  
Managing Member

Tiger Global Performance, L.L.C.

/s/ Charles P. Coleman III  
-----  
Signature

Charles P. Coleman III  
Managing Member

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Tiger Global, Ltd.

/s/ Charles P. Coleman III  
-----  
Signature

Charles P. Coleman III  
Director

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Tiger Global Management, L.L.C.

/s/ Charles P. Coleman III

-----  
Signature

Charles P. Coleman III  
Managing Member

Charles P. Coleman III

/s/ Charles P. Coleman III

-----  
Signature

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative other than an executive officer or general partner of the filing person, evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however, that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. SEE ss.240.13d-7 for other parties for whom copies are to be sent.

ATTENTION: INTENTIONAL MISSTATEMENTS OR OMISSIONS OF FACT CONSTITUTE FEDERAL CRIMINAL VIOLATIONS (SEE 18 U.S.C. 1001)

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EXHIBIT INDEX  
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Exhibit  
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Found on  
Sequentially  
Numbered Page

Exhibit A: Agreement of Joint Filing

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EXHIBIT A  
-----

Agreement of Joint Filing  
-----

The undersigned hereby agree that a single Schedule 13G (or any amendment thereto) relating to the Common Shares of New Oriental Education & Technology Group Inc. shall be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13G.



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Date: February 6, 2007

Tiger Global Private Investment Partners II, L.P.  
By Tiger Global PIP Performance II, L.L.C.  
Its General Partner

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Managing Member

Tiger Global PIP Performance II, L.L.C.

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Managing Member

Tiger Global II, L.P.  
By Tiger Global Performance, L.L.C.  
Its General Partner

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Managing Member

Tiger Global, L.P.  
By Tiger Global Performance, L.L.C.  
Its General Partner

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Managing Member

Tiger Global Performance, L.L.C.

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Managing Member

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Tiger Global, Ltd.

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Director

Tiger Global Management, L.L.C.

/s/ Charles P. Coleman III  
-----  
Signature  
  
Charles P. Coleman III  
Managing Member

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Charles P. Coleman III

/s/ Charles P. Coleman III

-----  
Signature